

# **EXHIBIT B**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

THE HERTZ CORPORATION, *et al.*,<sup>1</sup>  
  
Debtors.

Chapter 11

Case No. 20-11218 (MFW)

(Jointly Administered)

**DECLARATION OF JENNIFER R. HOOVER IN SUPPORT  
OF APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR ENTRY OF AN ORDER AUTHORIZING RETENTION  
AND EMPLOYMENT OF BENESCH, FRIEDLANDER, COPLAN &  
ARONOFF LLP AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS, *NUNC PRO TUNC* TO JUNE 15, 2020**

I, Jennifer R. Hoover, hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury as follows:

1. I am a Partner of Benesch, Friedlander, Coplan & Aronoff LLP (“**Benesch**”), which maintains offices for the practice of law at 1313 North Market Street, Suite 1201, Wilmington, Delaware 19801. I am an attorney-at-law, duly admitted and in good standing to practice in the State of Delaware, as well as the United States District Court for the District of Delaware.

2. I submit this declaration (the “**Declaration**”) pursuant to section 1103 of title 11 of the United States Code 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), Rules 2014(a), 2016(a), and 5002 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”) in support of the application

---

<sup>1</sup> The last four digits of The Hertz Corporation’s tax identification number are 8568. The location of the debtors’ service address is 8501 Williams Road, Estero, FL 33928. Due to the large number of debtors in these chapter 11 cases, for which joint administration for procedural purposes has been approved, a complete list of the debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the debtors’ claims and noticing agent at <https://restructuring.primeclerk.com/hertz>.

(the “**Application**”) of the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the cases (the “**Chapter 11 Cases**”) of the above-captioned debtors (collectively, the “**Debtors**”) for an order authorizing the retention of Benesch as its Delaware counsel, *nunc pro tunc* to June 15, 2020. .

3. Except as otherwise indicated herein, and based on inquiries of Benesch partners, associates and staff, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto. To the extent that any information disclosed herein requires amendment or modification upon Benesch’s completion of further analysis or as additional information becomes available to Benesch, a supplemental Declaration will be submitted to the Court.

4. All terms not otherwise defined herein have the meanings ascribed to such terms in the Application.

**Benesch’s Disinterestedness**

5. Neither I, Benesch, nor any partner, counsel, associate or other attorney at Benesch, insofar as I have been able to ascertain, has in the past represented the Debtors’ largest creditors, any significant beneficiaries of the Debtors (holding 1% or more of the beneficial interest in the Debtors) or any Potential Party in Interest (as defined below), except as hereinafter set forth.

6. Benesch maintains and systematically updates its conflict database system in the regular course of its business, and it is the regular practice of Benesch to make and maintain these records. It is the policy of Benesch that no new matter be accepted or opened within the firm without completing and submitting to those charged with maintaining the conflict database system the information necessary to check each such matter for any potential conflict of interest, including

the identity of the prospective client, the matter and the related and adverse parties. Accordingly, it is Benesch's regular practice to update its database for every new matter undertaken by Benesch.

7. In preparing this declaration, we have used the above-described procedures established by Benesch to ensure compliance with the requirements of the Bankruptcy Code and the Bankruptcy Rules regarding retention of professionals by an official committee under the Bankruptcy Code. In that regard, Benesch reviewed a list supplied by the Debtors of names and entities who may be parties in interest in these Chapter 11 Cases, including, *inter alia*, the Debtors, non-debtor affiliates, the Debtors' largest unsecured creditors, the Debtors' secured lenders, present and former officers and directors of the Debtors, banks, bondholders, contract counterparties, insurance providers, surety bonds, landlords, litigation counterparties, regulatory and governmental entities, taxing authorities, significant competitors, unions, utilities, vendors, suppliers, and other significant parties in interest (the "**Potential Parties in Interest**"). A list of the Potential Parties in Interest is attached hereto as **Schedule 1**.

8. Moreover, through a firm-wide email, Benesch solicited information from its attorneys to determine whether any attorneys employed by Benesch are related to any of the Bankruptcy Judges in this District, the U.S. Trustee for Region 3, or any attorney known by Benesch to be employed in the Wilmington Office of the U.S. Trustee. Benesch also solicited information from its attorneys to determine if any attorneys employed by Benesch (i) are investors of any of the Debtors or (ii) were, within two years of the Petition Date, a director, officer, or employee of any of the Debtors. No such connections were discovered, other than (i) one Benesch partner owns a *de minimus* amount of shares in the Debtors; and (ii) a Benesch partner, Gregory W. Werkheiser is married to Rachel L. Werkheiser, who, since August 31, 2009, has served as

judicial law clerk to the Honorable Christopher S. Sontchi, who is currently the Chief Bankruptcy Judge for the U.S. Bankruptcy Court for the District of Delaware.

9. Insofar as we have been able to ascertain, Benesch has in the past represented, currently represents and/or may in the future represent, in matters wholly unrelated to the Debtors or these Chapter 11 Cases, certain Potential Parties in Interest, including, without limitation, those entities set forth on **Schedule 2**, attached hereto, (a) who are current clients or are affiliates thereof, or (b) who have been represented by Benesch within the last two years. Except as set forth in Schedule 2, I do not believe that any single matter is a major engagement that, alone or in the aggregate with other engagements for the same entity, involves the billing of fees in excess of one percent (1%) of Benesch's fees billed over the past twelve months.

10. As part of its practice, Benesch appears in many cases, proceedings, and transactions involving many different attorneys, counsel, accountants, financial consultants, and investment bankers, some of which now or may in the future represent claimants and parties in interest in these cases. I have advised the Committee that Benesch does not have any relationship with any such entities that would be adverse to the Committee or its interests in the matters upon which Benesch is to be employed or otherwise cause Benesch to be a disinterested person. From time to time, Benesch has referred work to other professionals involved in these cases. Likewise, certain such professionals have referred work to Benesch. However, none of these referrals create an interest as contemplated in the definition of "disinterested person" in the Bankruptcy Code.

11. Certain insurance companies have, and will, pay the legal bills of Benesch clients from time to time. Some of these insurance companies may be involved in the cases. None of these insurance companies, however, are or were clients of Benesch as a result of the fact that they pay legal fees on behalf of Benesch clients, unless set forth otherwise on **Schedule 2**.

12. The information required to be included on **Schedule 1** (and, therefore, potentially **Schedule 2**) may have changed without our knowledge and may change during the pendency of these Chapter 11 Cases. Accordingly, if Benesch discovers any information that is contrary to or pertinent to the statements made herein, Benesch will promptly disclose such information to the Court by filing and serving a supplemental declaration. To the extent that Benesch discovers any connection with any interested party or enters into any new relationship with any interested party, Benesch will promptly supplement its disclosure to the Court.

13. Except as set forth herein and as supplemented by **Schedule 2**, and based upon the information available to me, neither I, Benesch, nor any partner, counsel or associate thereof, insofar as I have been able to ascertain, (a) is a creditor, an equity security holder, or an insider of the Debtors, (b) is or was, within two years before the date of the filing of the petition, a director, officer, or employee of the Debtors, or (iii) has an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason. Based upon the information available to me, I believe that Benesch is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code.

14. To the extent an issue arises in connection with any clients that, in the view of Benesch, could give rise to an actual or potential conflict, the Committee will utilize conflicts counsel to address such issue.

15. Benesch believes that its representation of the parties covered herein and as set forth on **Schedule 2** has not affected and will not affect its representation of the Committee in these Chapter 11 Cases. Further, the Committee has agreed to waive any actual or potential conflicts of interest that may arise from Benesch’s representation of parties-in-interest described herein and as

set forth on **Schedule 2** in matters unrelated to the Debtors, the Committee or these Chapter 11 Cases. To the extent that any employee of Benesch has a relationship that, in the view of Benesch, could give rise to an actual or potential conflict, an ethical screen will be put in place to ensure that such employee does not have access to information related to Benesch's representation of the Committee.

16. No promises have been received by Benesch, or by any partner, counsel or associate thereof, as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code, the Bankruptcy Rules and the Local Rules. Benesch has no agreement with any other entity to share with such entity any compensation received by Benesch.

#### **Compensation**

17. Benesch intends to apply to the Court for compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, any order entered in these cases governing the compensation of professionals, and any applicable U.S. Trustee guidelines, including the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the "**Revised U.S. Trustee Fee Guidelines**"), as adopted on June 11, 2013. Benesch understands that the Revised U.S. Trustee Fee Guidelines are applicable in these Chapter 11 Cases and intends to make a reasonable effort to comply with the Revised U.S. Trustee Fee Guidelines in connection with both this Application and the fee requests to be filed by Benesch in these Chapter 11 Cases.

18. Benesch will seek compensation on an hourly basis for the services it renders, plus reimbursement of actual and necessary expenses and other charges that it incurs. Attorneys and

paraprofessionals of Benesch bill their time in one-tenth hour increments. The primary attorneys and paralegal that will work on this representation, and their respective hourly rates are included in the following chart.

<b><u>Professional</u></b>	<b><u>Position</u></b>	<b><u>Rate</u></b>
Gregory W. Werkheiser	Partner	\$650 per hour
Jennifer R. Hoover	Partner	\$610 per hour
Kevin M. Capuzzi	Partner	\$495 per hour
Jacob H. Marshall	Associate	\$395 per hour
Matthew Beebe	Associate	\$390 per hour
John C. Gentile	Associate	\$355 per hour
LouAnne Molinaro	Paralegal	\$315 per hour

Other attorneys and paralegals will render services to the Committee as needed.

19. The hourly rates set forth in the ranges disclosed above are Benesch's standard hourly rates for work of this nature both inside and outside of the bankruptcy context. Benesch's current standard hourly rates, firm-wide, range from \$365 to \$895 per hour for partners, from \$355 to \$685 for of counsel, from \$245 to \$620 per hour for associates, and from \$110 to \$315 per hour for paraprofessionals.

20. The rates indicated in the Application and this Declaration are set at a level designed to fairly compensate Benesch for the work of its attorneys and paralegals, to cover fixed and routine overhead expenses, and are subject to periodic adjustments to reflect economic and other conditions. Benesch has advised the Committee, and the Committee understands, that the hourly rates set forth above are subject to periodic adjustments on September 1 each year as part of its ordinary business practice. Benesch will advise the Committee of any additional rate



increases once they are established and when any other rate change becomes effective during the course of Benesch's engagement.

21. In addition to the hourly billing rates set forth above, Benesch customarily charges its clients for all costs and expenses incurred, including telephone and telecopier charges, mail and express mail charges, hand delivery charges, document processing, photocopying and print copy charges, travel expenses, expenses for "working meals," computerized research and transcription costs. Benesch has advised the Committee that it would charge such costs and expenses in accordance, and only to the extent consistent, with the Local Rules.

22. Benesch intends to make reasonable efforts to comply with the Revised U.S. Trustee Fee Guidelines. Benesch also intends to work cooperatively with the U.S. Trustee to address any concerns with Benesch's Application and to respond to any further information requests.

23. Pursuant to Part D.1 of the Revised U.S. Trustee Fee Guidelines, Benesch is seeking employment as Delaware counsel to the Committee and hereby provides the following responses set forth below:

<b>Question</b>	<b>Answer</b>	<b>Further Explanation</b>
Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?	No.	N/A
Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?	No.	N/A

If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.	Not applicable. Benesch did not represent the Committee during the prepetition period.	N/A
Has your client approved your prospective budget and staffing plan, and, if so, for what budget period?	Benesch is developing a budget and staffing plan that will be presented to the Committee in conjunction with Kramer Levin	N/A

24. Pursuant to Part F of the Revised U.S. Trustee Fee Guidelines, Benesch is proposed to serve as Delaware counsel for the Committee with primary counsel, Levin Naftalis & Frankel LLP (“Kramer Levin”). Kramer Levin has primary responsibility for the services disclosed in its retention application. To disclose the division of labor and to avoid unnecessary duplication of services, subject to the Court’s approval of the Application, the services Benesch has rendered and may be required to render for the Committee in these cases, include, without limitation, the following:

- a) in conjunction with Kramer Levin, providing legal advice where necessary with respect to the Committee’s powers and duties and strategic advice on how to accomplish the Committee’s goals, bearing in mind that the Court relies on Delaware counsel such as Benesch to be involved in all aspects of the bankruptcy proceedings;
- b) drafting, reviewing and commenting on drafts of documents to ensure compliance with local rules, practices, and procedures;
- c) assisting and advising the Committee in its consultation with the Debtors and the U.S. Trustee relative to the administration of these cases;

- d) drafting, filing, and serving documents as requested by Kramer Levin and the Committee;
- e) assisting the Committee and Kramer Levin, as necessary, in the investigation (including through discovery) of the acts, conduct, assets, liabilities and financial condition of the Debtors, the operation of the Debtors' businesses, and any other matter relevant to these cases or to the formulation of a plan or plans of reorganization;
- f) compiling and coordinating delivery to the Court and the U.S. Trustee information required by the Bankruptcy Code, Bankruptcy Rules, Local Rules, and any applicable U.S. Trustee guidelines and/or requests;
- g) appearing in Court and at any meetings of creditors on behalf of the Committee in its capacity as Delaware counsel with Kramer Levin;
- h) monitoring the case docket and coordinating with Kramer Levin and other Committee professionals (including the Committee's financial advisor, once retained), on matters impacting the Committee;
- i) participating in calls with the Committee;
- j) preparing, updating and distributing critical dates memoranda and working group lists;
- k) handling inquiries and calls from creditors and counsel to interested parties regarding pending matters and the general status of these cases and coordinating with Kramer Levin on any necessary responses; and
- l) providing additional support to Kramer Levin, other Committee professionals, and the Committee, as requested.

25. By reason of the foregoing, I believe Benesch is eligible for employment and retention by the Committee pursuant to section 1103 of the Bankruptcy Code and the applicable Bankruptcy Rules, *nunc pro tunc* to June 15, 2020.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 22, 2020

BENESCH, FRIEDLANDER, COPLAN &  
ARONOFF LLP

/s/ Jennifer R. Hoover  
Jennifer R. Hoover (No. 5111)  
1313 North Market Street, Suite 1201  
Wilmington, Delaware 19801  
Telephone: (302) 442-7010  
Facsimile: (302) 442-7012  
Email: [jhoover@beneschlaw.com](mailto:jhoover@beneschlaw.com)

**Schedule 1**

**Retention Checklist**

**List of Schedules**

<b><u>Schedule</u></b>	<b><u>Category</u></b>
1(a)	Debtors
1(b)	Non-Debtor Subsidiaries
1(c)	Current Directors and Officers
1(d)	Certain Former Directors and Officers
1(e)	Current or Known Recent 5% + Shareholders
1(f)	Top 50 Unsecured Creditors
1(g)	Significant Lenders/Trustees/Agents/Other Known Debtholders/etc/
1(h)	Restructuring Advisors to Certain Creditors and Other Potential Parties In Interest
1(i)	Significant Depository Banks
1(j)	Significant Vendors of the Debtors
1(k)	Significant Contract/Lease Counterparties to the Debtors
1(l)	Significant Customers of the Debtors
1(m)	Significant Taxing Authorities
1(n)	Significant Insurers
1(o)	Significant Ordinary Course Professionals
1(p)	Adversaries in Certain Material Litigation
1(q)	Debtors' Restructuring Professionals
1(r)	U.S. Trustee, Judges, and Court Contacts for the District of Delaware
1(s)	Committee Members
1(t)	Ad Hoc Group Members

**SCHEDULE 1(a)**

**Debtors**

CMGC Canada Acquisition ULC  
Dollar Rent A Car, Inc.  
Dollar Thrifty Automotive Group Canada Inc.  
Dollar Thrifty Automotive Group, Inc.  
Donlen Corporation  
Donlen Fleet Leasing, Ltd.  
Donlen FSHCO Company  
Donlen Mobility Solutions, Inc.  
DTG Canada Corp.  
DTG Operations, Inc.  
DTG Supply, LLC  
Firefly Rent A Car LLC  
Hertz Aircraft, LLC  
Hertz Canada Limited  
Hertz Car Sales LLC  
Hertz Global Holdings, Inc.  
Hertz Global Services Corporation  
Hertz Local Edition Corp.  
Hertz Local Edition Transporting, Inc.  
Hertz System, Inc.  
Hertz Technologies, Inc.  
Hertz Transporting, Inc.  
Rental Car Group Company, LLC  
Rental Car Intermediate Holdings, LLC  
Smartz Vehicle Rental Corporation  
The Hertz Corporation  
Thrifty Car Sales, Inc.  
Thrifty Rent-A-Car System, LLC  
Thrifty, LLC  
TRAC Asia Pacific, Inc.

**SCHEDULE 1(b)****Non-Debtor Subsidiaries**

2232560 Ontario Inc.	Hertz Claim Management SAS
2240919 Ontario Inc.	Hertz Claim Management SL
3216173 Nova Scotia Company	Hertz Corporate Center Property Owners'
Ace Tourist Rentals (Aus) Pty Limited	Hertz de Espana, S.L.
Apex Processing Limited	
Association, Inc.	Hertz Dealership One LLC
Daimler Hire Limited	Hertz Do Brasil Ltda.
Dan Ryan Car Rentals Limited	Hertz Europe Limited
DNRS II LLC	Hertz Europe Service Centre Limited
DNRS LLC	Hertz Finance Centre Limited
Donlen Canada Fleet Funding Corporation	Hertz Fleet (Italiana) SrL
Donlen Canada Fleet Funding LP	Hertz Fleet Lease Funding Corp.
Donlen Trust	Hertz Fleet Lease Funding LP
DTGC Car Rental L.P.	Hertz Fleet Limited
EILEO SAS	Hertz France S.A.S.
Executive Ventures, Ltd.	Hertz Funding Corp.
HA Fleet Pty Ltd.	Hertz General Interest LLC
HA Lease Pty. Ltd.	Hertz Holdings III UK Limited
HC Limited Partnership	Hertz Holdings Netherlands B.V.
HCE Limited Partnership	Hertz International RE Limited
Hertz (U.K.) Limited	Hertz International Treasury Limited
Hertz Accident Support Ltd.	Hertz International, Ltd.
Hertz Asia Pacific (Japan), Ltd.	Hertz Investment (Holdings) Pty. Limited
Hertz Asia Pacific Korea Ltd	Hertz Investments, Ltd.
Hertz Asia Pacific Pte. Ltd.	Hertz Italiana SrL
Hertz Asia Pacific Pty. Ltd.	Hertz Luxembourg, S.à.r.l.
Hertz Australia Pty. Limited	Hertz Management Services Sarl
Hertz Automobielen Nederland B.V.	Hertz Monaco, S.A.M.
Hertz Autopozicovna s.r.o.	Hertz New Zealand Holdings Limited
Hertz Autopujcovna s.r.o.	Hertz New Zealand Limited
Hertz Autovermietung GmbH	Hertz NL Holdings, Inc.
Hertz Belgium b.v.b.a.	Hertz Note Issuer Pty. Ltd.
Hertz Canada (N.S.) Company	Hertz Puerto Rico Holdings Inc.
Hertz Canada Finance Co., Ltd.	Hertz Superannuation Pty. Ltd.
Hertz Canada Vehicles Partnership	Hertz UK Receivables Limited
Hertz Car Rental Consulting (Shanghai) Co. Ltd.	Hertz Vehicle Financing II LP
Hertz Claim Management B.V.	Hertz Vehicle Financing LLC
Hertz Claim Management bvba	Hertz Vehicle Financing U.K. Limited
Hertz Claim Management GmbH	Hertz Vehicle Sales Corporation
Hertz Claim Management Limited	Hertz Vehicles LLC
Hertz Claim Management S.r.l.	HIRE (Bermuda) Limited
	HVF II GP Corp.

International Fleet Financing No. 2 B.V.  
Navigation Solutions, L.L.C.  
Probus Insurance Company Europe DAC  
Puerto Ricancars, Inc.  
RAC Finance, SAS  
Rental Car Finance LLC  
Stuurgroep Fleet (Netherlands) B.V.

Stuurgroep Holdings C.V.  
Stuurgroep Holland B.V.  
TCL Funding Limited Partnership  
Thrifty Insurance Agency, Inc.  
Tourism Enterprises Ltd  
Van Wijk Beheer B.V.  
Van Wijk European Car Rental Service B.V.



**SCHEDULE 1(c)**

**Current Directors and Officers**

Anindita Mukherjee  
Daniel A Ninivaggi  
David A. Barnes  
Frederic Deschamps  
Henry R. Keizer  
Jamere Jackson  
Jodi J. Allen  
Angela Brav  
Tom Callahan  
Kevin M. Sheehan  
Leslie Hunziker  
M. David Galainena  
Murali Kuppuswamy  
Opal G. Perry  
Bob Stuart  
Paul Stone  
Richard E. Esper  
Scott Massengill  
Sung H. Cho  
Vincent J. Intrieri

**SCHEDULE 1(d)**

**Certain Former Directors and Officers**

Brian P. MacDonald  
Carolyn N. Everson  
Debra J. Kelly-Ennis  
John P. Tague  
Carl T. Berquist  
Michael J. Durham  
Kathryn V. Marinello  
Linda Fayne Levinson  
Matthew E. Jauchius  
Murali Kuppuswamy  
Narasimhan B. Srinivasan  
Richard J. Frecker  
Robin C. Kramer  
Thomas C. Kennedy  
Thomas J. Sabatino  
Richard D. Broome  
Tyler A. Best  
David G. Trimm

**SCHEDULE 1(e)**

**Current or Known Recent 5% + Shareholders**

BlackRock, Inc.  
Dimensional Fund Advisors L.P.  
GAMCO Investors, Inc.  
Icahn Capital LP  
PAR Capital Management, Inc.  
Renaissance Technologies Corp.  
The Vanguard Group, Inc.

**SCHEDULE 1(f)**

**Top 50 Unsecured Creditors**

5.500% Senior Notes Due October 2024	Greater Orlando Aviation Auth
6.000% Senior Notes Due January 2028	Hotwire
6.250% Senior Notes Due October 2022	IBM Corporation
7.125% Senior Notes Due August 2026	Infor (US) Inc.
AAA	JM & A Group Inc
Allied Universal Security Services	Lane Valente
American Express	Lyft
AT&T	MAACO Franchising Corporate LLC
ATS Processing Services	Massachusetts Port Authority
Autonation Shared Service Center	Nissan
Bridgestone/Firestone Inc	Nissan CN
Buildrite Construction Corp	Pep Boys
Car Trawler	Platepass LLC
City and County of San Francisco	Pros Revenue Management
City of Chicago	Safelite Fulfillment Inc
COMDATA	Sirius XM Radio Inc
Dealer Dot Com	Southwest Airlines
Deloitte	Telus International Us Corp
Dent Wizard International Corp	Teradata Operations Inc.
Dueck Richmond	Travel Jigsaw
Expedia	Travelport LP C O Bank of America
Fines Ford	Lockbox
Gerber National Claim Services LLC	United Airlines
Goldman Sachs Mortgage Co., as lender and administrative agent	US Bank Promissory Notes
Greater Orlando Avi Auth	VXI Global Solutions
	Wayne County

**SCHEDULE 1(g)**

**Significant Lenders/Trustees/Agents/Other Known Debtholders/etc.**

Barclays  
BOKF, NA  
Barclays Bank PLC  
BNP Paribas  
BNP Paribas Trust Corporation UK Limited  
BNY Trust Company of Canada  
Citibank N.A.  
Credit Agricole  
Credit Agricole Corporate and Investment Bank  
Deutsche Bank  
Deutsche Bank AG, London Branch  
Deutsche Bank Luxembourg S.A.  
Goldman Sachs Mortgage Company  
Goldman Sachs Mortgage Company  
Gresham Receivables  
HSBC France  
Irish Ring  
King Street Funding Trust (Bank of Nova Scotia)  
KPMG LLP  
Lloyds  
Lombard North Central PLC  
Magenta Capital Corporation  
Matchpoint Finance  
National Australia Bank  
Natixis  
P.T. Limited  
RBC, London Branch  
Ridge Trust (Bank of Montreal)  
Royal Bank of Canada, Sydney Branch  
Sheffield Receivables  
The Bank of New York Mellon Trust Company, N.A.  
Wells Fargo Bank, National Association  
Westpac Banking Corporation  
Wilmington Trust, National Association

**SCHEDULE 1(h)**

**Restructuring Advisors to Certain Creditors and Other Potential Parties in Interest**

Akin Gump  
Alix Partners  
Ankura  
Arnold Porter  
Cleary Gottlieb  
Clifford Chance  
Davis Polk  
Dentons  
Duane Morris  
Ducera  
GLC Advisors & Co.  
Houlihan Lokey  
King & Wood Mallesons  
Kirkland  
Latham  
Luskin Stern & Eisler  
Manier & Herod P.C.  
Mayer Brown  
Osler  
Outten & Golden LLP  
Ropes & Gray  
Rothschild  
Saul Ewing  
Shearman Sterling  
Squire Patton Boggs  
Stikeman  
Wachtell, Lipton, Rosen & Katz  
Willkie Farr

**SCHEDULE 1(i)****Significant Depository Banks**

Abn Amro Bank N.V.	Fidelity Investments
Banca Intesa Sanpaolo	Fifth Third Bank
Banca Popolare Di Milano	Harris Bank
Banco Bilbao Vizcaya Argentaria SA	HSBC Bank (China) Company Ltd, Shanghai
Banco Popular de Puerto-Rico	Branch
Banco Santander SA	HSBC Treasury Fund
Bank Banque et Caisse d'Epargne de l'Etat, Luxembourg	Industrial and Commercial Bank
Bank of America	ING Belgium SA/NV
Bank of China	J.P. Morgan Chase Bank
Bank of Hawaii	J.P. Morgan Chase Bank, N.A. Amsterdam
Bank of Ireland	JP Morgan Chase Bank (Canada)
Bank of Montreal	JP Morgan Chase Bank Netherlands
Bank of New York Mellon	Key Bank
Bank of New Zealand	La Banque Postale
Banque Europeenne Credit Mutuel	Lloyds
Barclays Bank PLC (UK)	Mitsui sumitomo Bank
BB&T	Mizuho Bank
Blackrock Liquidity Funds	PNC Bank
BNP Paribas (France, Monaco)	POSTBANK
Citibank (Ireland, UK)	Regions Bank
Citibank Dubai	Slovenská Sporitlena a.s.
Citibank-Puerto Rico	Societe Generale
Citizens Bank	Standard Chartered
Credit Suisse First Boston-NY	SunTrust Bank
Czeskoslovenská Obchodní Banka a.s.	Tatra Banka a.s.
DBS Bank LTD	TD Bank-USA
Deutsche Bank AG (France, Germany, Belgium, UK, Netherlands, Luxembourg)	Toronto Dominion Bank
Deutsche Bank Nederland N.V.	U.S. Bank
Deutsche Bank Sociedad Anónima Española	Unicredit - Banca Di Roma
Deutsche Bank SpA	Unicredit Bank Czech Republic a.s.
Federated (investment)	United Missouri Bank
	Wells Fargo Bank
	Westpac Banking Corporation

**SCHEDULE 1(j)****Significant Vendors of the Debtors**

767 Auto Leasing LLC	Dade County Aviation Dept Mdad Finance
AAA	Division
ADAC Autovermietung	Dealer Dot Com
Aena Aeropuertos, S.A.	Deloitte Consulting LLP
Aeroport De Paris	Dent Ology
Afco Credit Corporation	DFW International Airport
Airport A P Mgr	EDS Service Solutions LLC
Airport Revenue Fund	Expedia.Com Travel
Ally Financial	Ford Bank GmbH
Amadeus IT Group SA	Frontline Technology Solutions
American Express	GCA Services Group
American Express CPC Remittance	Gerber National Claim Services LLC
Processing	Greater Orlando Avi Auth
American Tire Distributions-ATD	Greater Orlando Aviation Auth
Archimedes LLC	Hertz Fleet (Italiana) Srl
Artefact Marketing Engineering UK Limited	Hillsborough County Aviation Authority
ARWE Car Rental Service GmbH	Airport
AT&T	IBM Corporation
Autonation Shared Service Center	Infor (US) Inc
BAA Business Sup Centre Ltd (Lhr)	IPC USA, INC
BCA Fleet Solutions Limited	JM & A Group Inc
Bridgestone/Firestone Inc	Lane Valente
Broward Co Aviation Dept Ft Lauder Hwood	Lyft Inc
Buildrite Construction Corp	MAACO Franchising Corporate LLC
Byers Car Rentals LLC	Managed Labor Solutions LLC
C3/CustomerContactChannels Inc	Manheim Credit And Collections
Carco Carriage Corporation	Marsh USA Inc
Cass Information Systems Inc	Massachusetts Port Authority
Citibank	Mercedes-Benz Leasing GmbH
Citizens Bank National Association	Metro Washington AP Auth
City and County of Denver Co	Microsoft Corporation
City and County of San Francisco	Mileage Plus Holdings LLC
City of Atlanta	Minn St Paul Metro A P Comm
City of Chicago	MVI Field Services LLC
City of Los Angeles	Optiv Security Inc
City of Philadelphia	Optumrx Inc
City of Phoenix	Oracle America Inc
City of San Jose	Overland West Inc
Clark County Dept Of Aviation N Las Vegas	PEP BOYS
Collector General	Platepass LLC
COMDATA	Port Authority of NY & NJ
Crossmedia Inc	



Port Authority Of NY & NJ Newark Intl A P  
Anc 350  
Port of Portland  
Port of Seattle  
Raleigh Durham Airport Auth  
Safelite Fulfillment Inc  
Salesforce Com Inc  
Salt Lake City Corporation  
San Diego County Reg A P Auth  
Sintax Logistica S.A.  
Sirius XM Radio Inc  
Southwest Airlines Co

Southwest Airlines O A L Billing  
State of Hawaii Department of  
Transportation  
State of Hawaii Dept of Trans Honolulu Intl  
The Sabre Group Inc  
Travelport LP C O Bank of America  
Lockbox  
TSD Massachusetts Business Trust  
United Road Logistics  
Wayne County  
Wells Fargo Bank NA  
Western Conf of Teamsters Pension Trust

**SCHEDULE 1(k)**

**Significant Contract/Lease Counterparties to the Debtors**

AAA	Kairos Technologies Inc
Amadeus IT Group SA	Lane Valente
American Express	Lyft Inc
American Tire Distributions-ATD	MAACO Franchising Corporate LLC
Applied Invention LLC	Managed Labor Solutions LLC
Archimedes LLC	Manheim Credit And Collections
AT&T	Microsoft Corporation
Businessolver.Com Inc	Mulesoft Inc
C3/CustomerContactChannels Inc	National Carwash Solutions Inc
Cass Information Systems Inc	Optiv Security Inc
COMDATA	Optumrx Inc
Crossmedia Inc	Oracle America Inc
Dealer Dot Com	Pep Boys
Deloitte Consulting LLP	PricewaterhouseCoopers LLP
Dent Wizard International Corp	Pros Revenue Management
EDS Service Solutions LLC	RR Donnelley
Ernst And Young LLP	Safelite Fulfillment Inc
Fred Beans Parts	Salesforce Com Inc
Frontline Technology Solutions	Sirius XM Radio Inc
GCA Services Group	Southwest Airlines Co
Granite Telecommunications, LLC	The Sabre Group Inc
IBM Corporation	Truman Arnold Companies
Imperial Supplies Holdings Inc	TSD Massachusetts Business Trust
Infor (US) Inc	Verge Information Technologies Inc
IPC USA, Inc	VXI Global Solutions LLC

## **SCHEDULE 1(I)**

### **Significant Customers of the Debtors**

ABB Inc	SAP America Inc.
Accenture	Siemens Corp North America
ALU Nokia	Sodexo Operations LLC
Amgen Incorporated	Thermo Fisher Scientific
AT&T Services Inc	TPG Global LLC
Bank of America	United Airlines Inc
BASF Corporation	United Healthcare Services Inc
Berkshire Hathaway	University of California
Boston Scientific Corporation	Wells Fargo Bank NA
BP p.l.c.	
Cigna Corporate Services LLC	
Cisco Systems Inc	
Coca Cola Co The	
Cummins	
Deere & Co	
Deloitte Services LP	
Delta Air Lines	
Eaton Corp	
EC Purchasing (ECP)	
Ernst & Young LLP	
FedEx Corporation	
General Electric Company	
IBM Corporation	
Intel Corporation	
IQVIA	
J.P. Morgan Chase	
Jacobs Collision Center	
KPMG LLP	
L3Harris Technologies Inc	
Marriott International	
McKesson	
McKinsey & Co Inc US	
National Football League	
NBC Universal Media	
Oracle Corp	
Pfizer Inc	
Philips Health Tech North Amer	
Premier Purchasing Partners	
PriceWaterhouseCoopers (PWC)	
Robert Bosch Corp	
Rockwell Automation	

**SCHEDULE 1(m)**

**Significant Taxing Authorities**

Bay Area Air Quality Mgmt Dsct	Gwinnett County
California Department of Tax And Fee Administration	Harris Galveston Subsidence District
City of Anaheim	Harrison And Duncan Pllc
City of Boston	Hawaii State Tax Collector
City of Colorado Springs	Illinois Secretary of State
City of Fremont Revenue Division	Jefferson Parish Fire Dept
City of Kansas City Missouri	Joseph Lopinto III
City of Los Angeles	Kuwait Ministry of Finance
City of Newark	Minister Of Finance - Bc
City of Newport	Minister Of Finance Bc
City of North Miami Beach	Nevada Department Of Motor Vehicles
City of Pueblo	New Jersey Motor Vehicle Commission
City of San Jose	PCAOB
City of Santa Barbara	Rhode Island Interactive LLC
City of Warr Acres	Secretario De Hacienda
Clark County Nv	Secretary of State Supply Distribution
Commonwealth of Virginia Department of State Police	South Coast AQMD
County Director of Finance	State of Alabama Office of State Treasurer
Deloitte Tax LLP	State of Idaho
Department of Licensing	State of Kentucky Treasurer
Department of Toxic Substances Control	State Of Rhode Island And Providence Plantations
eCollect PA LLC	Town of Leesburg
Fairfax County Circuit Court	Treasurer City of Pittsburgh
General Service Administration	Treasurer State Of New Jersey Dept of The Treasury
Georgia Department of Revenue	Village of North Palm Beach

## SCHEDULE 1(n)

### Significant Insurers

ACE American Insurance Company	Ironshore Indemnity Inc.
ACE American Insurance Company	Liberty Mutual Property
ACE Fire Underwriters Insurance Company	Lloyd's of London
ACE Property and Casualty Insurance Company	Markel American Insurance Company
AIG Europe S.A.	Mutua de Seguros y Reaseguros
AIG Europe S.A. Sucursal En España	National Union Fire Insurance Company of Pittsburgh, Pa.
AIG Europe S.A., Netherlands Branch	National Union Fire Insurance Company of Pittsburgh, Pa.
AIG, Foreign Casualty	Navigators Specialty Insurance Company - Non-Admitted
Allianz Global Risks US Insurance Company	Old Republic Insurance Company Philadelphia
Allied World National Assurance Company	Probus Insurance Company Europe DAC
American Guarantee and Liability Insurance Company	Probus Insurance Company Europe DAC / FIATC
American International Group UK Limited (AIG)	Probus Insurance Company Europe DAC / Reale Mutua
Arch Insurance Company	RLI Insurance Company
Argonaut Insurance Company	Starr Indemnity & Liability Company
Ascot Reinsurance Company Limited	State National Insurance Company, Inc.
AXIS Insurance Company	Travelers Casualty and Surety Company of America
Beazley Insurance Company, Inc.	U.S. Specialty
Berkley Professional Liability	United States Aircraft Insurance Group
Berkshire Hathaway Specialty Insurance	XL Bermuda Ltd
Chubb Insurance Company of Canada	XL Specialty Insurance Company
Continental Casualty Company	Zurich American Insurance Company
Cooperativa de Seguros Múltiples	
Cooperativa de Seguros Múltiples	
Cooperativa De Seguros Múltiples De PR	
Endurance Assurance Corporation	
Everest National Insurance Company	
Freedom Specialty Insurance Company	
Great American Insurance Company	
Great American Spirit Ins. Company	
Guardian Insurance Company	
Hartford	
Hiscox Insurance Company Inc.	
Homesite Insurance Company	
Illinois National Insurance Company	
Indemnity Insurance Company Of North America	
Indian Harbor Insurance Company	
ING	

**SCHEDULE 1(o)**

**Significant Ordinary Course Professionals**

Altus Business License LLC  
Anybill (Paypool)  
Baker McKenzie  
Deloitte LLP  
Ernst and Young LLP  
IMS ExpertServices  
Allen Matkins  
Mayer Brown  
Herbert Beigel  
Seyfarth Shaw  
Ballard, Spahr - PA  
Jenner & Block LLP  
KPMG LLP  
McCarthy Tetrault  
Phelps Dunbar, LLP  
McGuireWoods  
Nixon Peabody LLP  
Mike Cox Law Firm  
Thompson Reuters  
Dechert LLP  
Orrick Herrington  
PricewaterhouseCoopers (PWC)  
Weil Gotshal  
Winston & Strawn LLP

**SCHEDULE 1(p)**

**Adversaries in Certain Material Litigation**

Pedro Ramirez Jr. (individually and on behalf of himself and all others similarly situated)  
Sheet Metal Workers Local Union 80 Pension Trust Fund  
Westchester Teamsters Pension Fund  
Jane Purnell  
Mike Frissora  
Elyse Douglas  
John Jeffery Zimmerman  
Scott Sider

**SCHEDULE 1(q)**

**Debtors' Restructuring Professionals**

FTI Consulting  
Kekst and Company  
Deloitte LLP  
Moelis & Company  
Prime Clerk  
Richards Layton & Finger  
White & Case



**SCHEDULE 1(r)**

**U.S. Trustee, Judges, and Court Contacts for the District of Delaware**

Chief Judge Christopher S. Sontchi  
Judge John T. Dorsey  
Judge Karen B. Owens  
Judge Brendan L. Shannon  
Judge Laurie Selber Silverstein  
Judge Mary F. Walrath  
Judge Ashely M. Chan  
Cacia Batts  
Catherine Farrell  
Cheryl Szymanski  
Claire Brady  
Danielle Gadson  
Jill Walker  
Karen Strupczewski  
Laura Haney Laurie Capp  
Lora Johnson  
Marquietta Lopez  
Rachel Bello  
Rachel Werkheiser  
Robert Cavello  
Sherry Scaruzzi  
Una O'Boyle  
Andrew R. Vara  
T. Patrick Tinker  
David Buchbinder  
Linda Casey  
Timothy J. Fox, Jr.  
Benjamin Hackman  
Jane Leamy  
Hannah M. McCollum  
Linda Richenderfer  
Juliet Sarkessian  
Richard Schepacarter  
Rosa Sierra  
Holly Dice  
Jeffrey Heck  
James R. O'Malley  
Michael Panacio  
Karen Starr

**SCHEDULE 1(s)**

**Committee Members**

American Automobile Association, Inc.  
Emma Bradley  
Janice Dawson  
International Brotherhood of Teamsters  
Pension Benefit Guaranty Corporation  
Sirius XM Radio Inc.  
Southwest Airlines Co.  
U.S. Bank National Association, as indenture trustee  
Wells Fargo Bank, as indenture trustee

**SCHEDULE 1(t)**

**Ad Hoc Group Members**

683 Capital Management	Laketa Collins
Aegon Asset Management	Michelle Johnson
Aegon USA Investment Management, LLC	Brian Steinberg
AIG Asset Management (U.S.), LLC	Antwone Person
Alliance Bernstein	Michael Koss
Bank of America	Amanda Koss
Barings LLC	Cheryl Young
Capital Research and Management Company	Stephanie Keene
Columbia Management Investment Advisers, LLC	James Keene
D.E. Shaw Galvanic Portfolios, L.L.C.	Barbara Fernandez
Fir Tree Partners	Thomas John Channell
Fort Washington Investment Advisors, Inc.	Michael Channell
Invesco	Jessica Gurumendi
JP Morgan Asset Management	Roula Vangelis
Nomura Corporate Research and Asset Management Inc.	Brent Williams
One William Street Capital Management, L.P.	Nancy Cullen Smits
The Northwestern Mutual Life Insurance Company	Ryan Smits
TD Asset Management	Henry B. Essick III
Zinnia Perch, L.L.C	Jeffrey Bower
Jason Dawson	William Hawkins
Wendellyn Moore	Paul Alexander
Bamidele Aiyekusibe	Azaliyah Sanata
Mark Graham	Jennifer Kennedy
Keith Fricke	Rondarius Holmes
Peter Lee	Sharon Hopkins
S. Sharma	Natashia Moore
La Tache Snell-Jones	Tyese Golden
Emma Bradley	Alisha Vinson
Polat Kemal	LaQuisha Freeman
Arlean Green	Zariah Jackson
Hannah Ayoub	Joseph Miles
Nicole Stevens	Dionne Woodson
Shontrell Higgs	Rose Epps
Julius Burnside	Tiffany Griffith
Magalie Sterlin	John Pearson
Arthur Stepanyan	Zavier Thorton
Howard Junious	Melissa Rochester
	Anthony Rochester
	Aliyah Rochester
	Daniel Domini
	Marcquise Farrell

George Cooper  
Sheri Martine  
Adrian Salazar  
William McGovern  
Claudio Rodriguez  
Beth Grunfeld  
Julie Goettl  
Rose Mallery  
Fred Goettl  
Clara Gamazo  
Roberto Cruz  
Cameron Letch  
Sharod King  
Ana Reyes  
Carolina Senior  
Carlos Osuna  
Max Osuna  
Kathleen Rios  
Nelson Soto Roman  
Antonio Gamazo  
Anika Porter  
Leonard Pittman, II  
Kennai Swinton  
Latae Ward  
Donovan Fletcher  
Carolyn Simmons  
Willie Henderson  
Theodore Henderson  
Timothy Clark  
Cynthia Farley  
Zena Johnson  
Gregory Griffin  
Marsha Gaughan  
Annie Durrah  
Latisha Daise  
Gloria Calderon  
Alfreda Lincoln  
Ebony Hollimon  
Kevin Klava  
Gretchen Henkel  
Moir Henkel  
Eddie Young  
John Crum  
Kimberly Kelly  
Laura Watkins  
Bailey Watkins

Gloria Weltzbarker  
John Steven Ward Piercey  
De'Shany Benn  
Sondra Crum  
Gary Turner  
Stephanie Denny  
Deidra Ford  
Christopher Rice  
Kelvin Howard  
Ferdinand D'Orville  
Alice Townsend  
Cynthia Johnson  
Ryan Phillips  
Carl Johnson  
David Mower  
Wyndell Penson  
Integrative Physical Medicine Winter Haven  
a/a/o Syed Abu Nahid, MD  
CFI a/a/o Syed Abu Nahid, MD  
Kayth Sanchez  
Akeem Glasgow  
Jackie Berry  
Victoria Majors  
Kevin Davidson  
Yvonne Stafort  
Full Spine a/a/o Reginald Williams  
Candace Hope  
Jeniffer Lumpkins  
Jay La Forest  
Rimma Bergeron-Langlois  
Laurie L. Nelson  
Declan Clarke  
Patrick J. Callanan  
Jacqueline Yasurek  
Victor Baez  
Deborah Baez  
Kip Jefferys  
Christopher Smith  
Florida Injury a/a/o Earl James  
Kefah Khalaf  
Wendy Bowes  
Maria Martinez  
Zoemarie Pastrana  
Thomas Mcilree  
Francis Ujlaki  
Lana Ribeiro

Cintya Concha  
Shyrel Green  
Chen Chen  
Kaylee Tanner  
Rachel Ornstein  
Health & Spine Medical Center a/a/o Diana  
Gutierrez  
Tonya Stewart  
Sean Grimm  
Marianne Falasco  
Wayne Larkin  
Kenneth Henderson  
Angela Henderson  
Margarita Hernandez  
Michael Anthony Cruz  
Javaree Latimer  
Lisa Catarina Fontes  
Giovanni Irene  
Darrell Agrella  
Henry Villalobos  
Joinel Cherival  
Chiropractic Health Clinic a/a/o Carole Bess  
Clarence Wheeler  
Susan Trowbridge  
Alexandrea Moore  
Charisse Salmon  
Dwight Swasey  
Access Injury a/a/o Alfredo Rivera  
Quentin Nichols  
Zelda M. Johnson  
Rosa Garcia de Gonzalez  
Abderrahim Guzrou  
Tori Polk  
Madeline Rodriguez  
Spine & Brain Neuro a/a/o Loretta Gilberry  
David Hobby  
Amber Bertrand  
Franco Fusi  
Jalen Bertrand  
Carrie Pyles  
Martha Moreira-Ferrell  
Candace Montie  
Jeff Ferrell  
Bermann Desir  
Chion Sen Fung Ramos  
Vincent Galioto

First Health Chiro a/a/o Bruno Andolcetti  
Jonathan Newman  
Joseph Robinson  
Christopher O'Neil  
Shirley Mazza  
James Mazza  
Brett Richter  
Davielle Stewart  
Tony Thomas  
Pamela Lucas  
Jeff Brower  
Alicia King  
Brandon Bollenbach  
  
Diane M. Ocasio Hernandez  
  
Amy Boschen  
  
Warren Boschen  
  
Charles Paoli  
Integrative Physical Medicine Winter Haven  
a/a/o Sandra Rubel  
Joshua Streeter  
Marcia Bryant  
Integrative Physical Medicine Winter Haven  
a/a/o Jacquesta Jennings  
Anthony Pereira  
Yomaris Estrella Silverio  
Mark Wallace  
OneCare a/a/o Krystal Pendleton  
OneCare a/a/o Krimsyn Valverde  
Demi Herrera  
Jennifer Davis  
Charles Dunn  
Sasheika Phillips  
Daigran Bonner  
Cynthia Clark  
Cheryl Glazar  
Martha Mejia  
Rina Elias  
Tracey Johnson  
Darryl Dayson  
Javonte Carter  
Dionicio Cruz  
Marjorie Mardy  
Julia Nerstheimer

Sally Boerschel  
Sabino Rivera  
Adelina Colon  
Erma Quick  
SF Chiropractic Rehab Center, Inc. a/a/o Ae  
Kyoung Kim  
Robert White  
Marquise Worlds  
James Adams  
Miguel De La Cruz  
Lisa De La Cruz  
Ruben Martnes  
Marygrace Campbell  
Patricia Williams  
William Schutt  
James Pantages  
Scott Sands  
Dylan Sands  
Robert McGrath  
JoAnn Snider  
Thomas Snider  
Carline Louisjeune  
Alexander Reviczky  
Sabrina Dill  
Louvena Cromartie  
Barbara Muratore  
Anthony Wilbanks  
Augustine Helsel  
Daniel Mora  
Michael Clark  
Jennifer Eno-Clark  
Shantell Ford  
Javoris Ford  
JoAnn Nance  
Anthony Fuentes  
William Vansickle  
Raheem Mobley  
April Austin  
Akia Greaux  
Moheb Heinen  
Theodore Kruger  
Tania Alvarado Chavez  
Fred Baird  
Timothy Carney  
Lemuel Martinez  
Terrence O'Hora

Julia Cejas Perez  
Jared Lantzman  
Catherine Bradis  
Catina Smith  
Johnny Simon  
Sharmaine Browne-Daniel  
Lucy Cena  
Jean Nalepa  
John Haney, Jr.  
Emelda Watkins  
Andrew Brookes

**Schedule 2**

**Schedule of Parties-In-Interest  
that Benesch, Friedlander, Coplan & Aronoff, LLP  
Currently Represents and/or Has Formerly Represented<sup>1</sup>**

<b><u>Interested Party</u></b>	<b><u>Relationship to Debtors</u></b>	<b><u>Description of Relationship</u></b>
HCE LLC	Non-Debtor Subsidiaries	Benesch represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Bridgestone/Firestone Inc.	Top 50 Unsecured Creditors, Significant Vendors of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Comdata	Top 50 Unsecured Creditors, Significant Vendors of the Debtors, Significant Contract/Lease Counterparties to the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Dent Wizard International Corp.	Top 50 Unsecured Creditors, Significant Contract/Lease Counterparties to the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Teradata Operations Inc.	Top 50 Unsecured Creditors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
U.S. Bank Promissory Notes, U.S. Bank	Top 50 Unsecured Creditors, Significant Depository Banks	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases

<sup>1</sup> Fees collected from each of the parties identified in this schedule comprised less than 1.0% of Benesch's revenues for the period January 2018 through May 2020, except for Cisco Systems Inc. (1.87% of the Benesch revenues in 2019, and 2.21% of the Firm's revenue from May 2019 to May 2020). Benesch believes that its representation of the parties listed herein has not and does not affect its representation of the Committee.

<b><u>Interested Party</u></b>	<b><u>Relationship to Debtors</u></b>	<b><u>Description of Relationship</u></b>
HSBC France	Significant Lenders, Trustees/Agents,/Other Known Bondholders, Etc.	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Citizens Bank	Significant Depository Banks, Significant Vendors of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Credit Suisse First Boston NY	Significant Depository Banks	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Fidelity Investments	Significant Depository Banks	Benesch has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Fifth Third Bank	Significant Depository Banks	Benesch represents the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
J.P. Morgan Chase Bank,  J.P. Morgan Chase Bank, N.A. Amsterdam, JP Morgan Chase Bank (Canada), JP Morgan Chase Bank Netherlands	Significant Depository Banks, Significant Customers of the Debtors	Benesch represents the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Key Bank	Significant Depository Banks	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
PNC Bank	Significant Depository Banks	Benesch represents and/or has represented the interested parties or an affiliated entity of the interested parties in matters unrelated to the Debtors' Chapter 11 Cases
U.S. Bank	Significant Depository Banks	Benesch represents and/or has represented the interested parties or an affiliated entity of the interested parties in matters unrelated to the Debtors' Chapter 11 Cases



<b><u>Interested Party</u></b>	<b><u>Relationship to Debtors</u></b>	<b><u>Description of Relationship</u></b>
Wells Fargo Bank	Significant Lenders, Trustees/Agents,/Other Known Bondholders, Etc., Significant Depository Banks, Significant Vendors of the Debtors, Significant Customers of the Debtors	Benesch represents and/or has represented the interested parties or an affiliated entity of the interested parties in matters unrelated to the Debtors' Chapter 11 Cases
American Tire Distributions - ATD	Significant Vendors of the Debtors, Significant Contract/Lease Counterparties to the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Mercedes-Benz Leasing GmbH	Significant Vendors of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Oracle America Inc.	Significant Vendors of the Debtors, Significant Contract/Lease Counterparties to the Debtors, Significant Customers of the Debtors	Benesch represents and/or has represented the interested parties or an affiliated entity of the interested parties in matters unrelated to the Debtors' Chapter 11 Cases
Managed Labor Solutions LLC	Significant Contract/Lease Counterparties to the Debtors	Benesch represents the interested party in matters unrelated to the Debtors' Chapter 11 Cases
National Carwash Solutions Inc.	Significant Contract/Lease Counterparties to the Debtors	Benesch represents the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Berkshire Hathaway	Significant Customers of the Debtor	Benesch represents entities related to the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Cisco Systems Inc.	Significant Customers of the Debtors	Benesch represents the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Eaton Corp.	Significant Customers of the Debtors	Benesch represents and/or has represented the interested parties or an affiliated entity of the

<b><u>Interested Party</u></b>	<b><u>Relationship to Debtors</u></b>	<b><u>Description of Relationship</u></b>
		interested parties in matters unrelated to the Debtors' Chapter 11 Cases
General Electric Company	Significant Customers of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Robert Bosch Corp.	Significant Customers of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Sodexo Operations LLC	Significant Customers of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
University of California	Significant Customers of the Debtors	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
AXIS Insurance Company	Significant Insurers	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Continental Casualty Company	Significant Insurers	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Hartford	Significant Insurers	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Liberty Mutual Property	Significant Insurers	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases
Zurich American Insurance Company	Significant Insurers	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases

<b><u>Interested Party</u></b>	<b><u>Relationship to Debtors</u></b>	<b><u>Description of Relationship</u></b>
McGuire Woods	Ordinary Course Professional	Benesch represents and/or has represented the interested party or an affiliated entity of the interested party in matters unrelated to the Debtors' Chapter 11 Cases